

SMALL BUSINESS LOAN FUND CORPORATION

MINUTES OF THE BOARD OF DIRECTORS

April 28, 2016

PUBLIC SESSION

A monthly meeting of the Board of Directors (the “Board”) of the Small Business Loan Fund Corporation (the “Corporation”) was held in public session at the offices of the Rhode Island Commerce Corporation, 315 Iron Horse Way, Suite 101, Providence, Rhode Island on Thursday, April 28, 2016, scheduled for 9:30 a.m., pursuant to notice of the meeting to all Directors, and public notice of the meeting as required by the By-Laws of the Corporation and by Rhode Island General Law 42-46-6.

The following Directors were present and participated throughout the meeting: Mr. John Pagliarini, Mr. Lee Mercer, Mr. Richard DeMerchant, and Ms. Antonietta Falconi.

The following Directors were absent: Mr. Raymond Fogarty

Also present were: Mr. William Ash, Corporation Administrator, Ms. Stacy Farrell, Corporation Secretary, Mr. Daniel Price, Corporation Administrator, Ms. Denise Barge, Corporation Administrator, Tome Moses, Esq. and Ms. Ellen Corneau, Esq., both of Moses Afonso Ryan Ltd.

Mr. DeMerchant presided over the meeting.

1. Call to Order.

Mr. DeMerchant called the meeting to order at 9:30 a.m.

2. Approval of the Minutes of the Meeting held on March 31, 2016

The first item to come before the Board was the approval of the Minutes of the Board meeting held on March 31, 2016. A motion was duly made by Mr. Mercer and seconded by Ms. Falconi to approve the Public and Executive Session Minutes of the meeting noted above as presented.

The following Directors voted in favor of the foregoing: Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: Mr. Raymond Fogarty.

3. Maintain the Executive Minutes of the March 31, 2016 meeting as Confidential

The next item to come before the Board was a vote to maintain the confidentiality of the Executive Session Minutes of the Board meeting held on March 31, 2016. Upon motion duly made by Mr. Mercer and seconded by Ms. Falconi, the motion to maintain the confidentiality of the Executive Session Minutes of the above noted meeting as presented was duly adopted.

The following Directors voted in favor of the foregoing: Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonieta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: Mr. Raymond Fogarty.

4. Report of Cash Position as of March 31, 2016

Staff asked if there were any questions or comments regarding the Cash Report for the period ended March 31, 2016 (Exhibit A). There was no discussion regarding the report.

5. Delinquency Loan Report as of April 22, 2016

Staff asked if there were any questions regarding the Loan Delinquency report dated April 22, 2016 (Exhibit B). There was no discussion regarding the report.

6. Authorization to renew subscription for research database Ibis World

Staff advised the Board of a software program they have been using in their underwriting which enabled them to review up to date industry information. It was noted that the subscription was coming due and asked that the Board approve renewal of the subscription which costs \$3,500 annually. Upon motion duly made by Mr. Mercer and seconded by Mr. Pagliarini, the motion to the subscription for Ibis World was duly adopted.

The following Directors voted in favor of the foregoing: Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonieta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: Mr. Raymond Fogarty.

7. Executive Session

Mr. DeMerchant suggested that the Board move into Executive Session to discuss the loan requests. Upon motion duly made by Mr. Pagliarini and seconded by Mr. Mercer, the motion to move the meeting into Executive Session pursuant to Rhode Island Open Meetings Law 42-46-5(a)(1), 42-46-5(a)(2), 42-46-5(a)(5), 42-46-5(a)(6) and 42-46-5(a)(7) of the General Laws of the State of Rhode Island, as amended, was duly adopted.

The following Directors voted in favor of the foregoing: Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: Mr. Raymond Fogarty.

Public Session concluded and Executive Session began at 9:40 a.m.

8. Executive Session Vote Ratification

Mr. DeMerchant called for a ratification of the votes adopted during Executive Session. Upon a motion duly made by Ms. Falconi and seconded by Mr. Pagliarini, the following votes were ratified:

- (a) To approve the request from Atlantic Produce, Inc. for a loan in the amount of \$200,000, subject to the conditions as outlined in Executive Session.

The following Directors voted in favor of the foregoing: Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: Mr. Raymond Fogarty.

- (b) To seal the Executive Session Minutes.

The following Directors voted in favor of the foregoing: Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonietta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: Mr. Raymond Fogarty.

Adjournment

There being no further business to come before the Board, Mr. DeMerchant called for a vote to adjourn the meeting. Upon motion duly made by Mr. Pagliarini and seconded by Ms. Falconi, the motion to adjourn the meeting was duly adopted.

The following Directors voted in favor of the foregoing: Mr. Richard DeMerchant, Mr. Lee Mercer, Mr. John Pagliarini, and Ms. Antonieta Falconi.

The following Directors voted against the foregoing: None

The following Directors were absent for voting: Mr. Raymond Fogarty.

The meeting was adjourned at 10:05 a.m.

Respectfully submitted,

/s/ Stacy Farrell

Stacy Farrell, Secretary